

EXHIBIT X

Declaration of Kitty Chow (Zhou Qiuhua)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

SEARS HOLDINGS CORPORATION, et al.

Debtors¹

)
)
)
) Chapter 11
)
) Case No. 18-23538 (RDD)
) Jointly Administered

DECLARATION OF KITTY CHOW (ZHOU QIUHUA) IN SUPPORT OF
MOTION OF WINNERS INDUSTRY CO., LTD. FOR ALLOWANCE AND
PAYMENT OF ADMINISTRATIVE EXPENSE CLAIMS

I, Kitty Chow (Zhou Qiuhua), declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury that:

1. I am over eighteen (18) years of age, of sound mind, and capable of making this Declaration. All of the facts and statements contained herein are within my personal knowledge and are, in all things, true and correct to the best of my knowledge, information and belief.
2. I make this Declaration in support of the *Motion of Winners Industry Co., Ltd. for Allowance and Payment of Administrative Expense Claims* (the “Motion”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

3. I am a Director of Winners Industry Co., Ltd. ("Winners"). In my role as Director, I am familiar with Winners' business generally and with Winners' business relationship with the Debtors specifically.

4. Winners manufactures artificial Christmas trees and wreaths. Winners is among the Debtors' largest suppliers of artificial Christmas trees and wreaths.

5. Due to the nature of the goods, Winners supplies the Debtors seasonally. The first shipment of the year is usually in June and the last shipment in late September. Shipments for the 2018 season have ended.

6. Winners has supplied artificial Christmas trees and wreaths to the Debtors since 2015. In 2015, the value of the goods Winners sold to the Debtors was approximately \$5.6 million. In 2016, the value of the goods Winners sold to the Debtors was approximately \$7.9 million. In 2017, the value of the goods Winners sold to the Debtors was approximately \$11.7 million.

7. Winners sold goods to the Debtors (specifically, Kmart Corporation and Sears, Roebuck and Co.) via 21 separate shipments during the 2018 season. These 21 shipments involved over 170 shipping containers of goods with a total value of \$5,359,201.08. Exhibit B to the Motion is a summary spreadsheet I created with the relevant details for these 21 shipments. Winners has not yet been paid for any shipment during the 2018 season.

8. Winners has always shipped goods to the Debtors F.O.B. ("free on board"). Winners leaves the goods at a port in China in the custody of a freight forwarder, who provides Winners with a Forwarder's Cargo Receipt ("FCR") for each shipment.

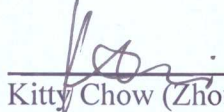
9. The 21 shipments for the 2018 season were shipped to the Debtors F.O.B. and UPS Supply Chain Solutions, Inc. acted as freight forwarder. Exhibits C-W of the Motion

represent true and correct copies of the FCRs provided to Winners by UPS Supply Chain Solutions, Inc. for these 21 shipments (and include as attachments the related invoice and packing list for each shipment).

10. Winners and the Debtors have always used the same payment terms. Winners is entitled to payment 74 days after the estimated time of departure for the goods noted in the bills of lading, which is also listed in the Forwarder's Cargo Receipts as the sailing date. These payments terms are referred to in shorthand as "ETD TT 74". The goods Winners sold to Kmart Corporation and Sears, Roebuck and Co. via 21 separate shipments during the 2018 were sold under the parties' customary payment terms of ETD TT 74.

11. I, Kitty Chow (Zhou Qiuhua), declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed on Dec. 21st, 2018
Dongguan, China

 Zhou Qiuhua.
Kitty Chow (Zhou Qiuhua)
Director, Winners Industry Co., Ltd.